

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF NEW YORK

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PAUL D. CEGLIA,

Plaintiff,

v.

MARK ELLIOT ZUCKERBERG, Individually, and
FACEBOOK, INC.,

Defendants.
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Civil Action No. 1:10-cv-00569-RJA

**DECLARATION OF MARK
ELLIOT ZUCKERBERG IN
SUPPORT OF DEFENDANTS'
OPPOSITION TO PLAINTIFF'S
MOTION TO REMAND**

I, MARK ELLIOT ZUCKERBERG, declare and state as follows:

1. I am the Founder, Chairman, and Chief Executive Officer of Facebook, Inc. ("Facebook"). Facebook is headquartered in Palo Alto, California.
2. I reside in Palo Alto, California, and intend to make my home and work in Palo Alto for the indefinite future.
3. I respectfully submit this affidavit to provide the Court with facts and evidence establishing that at the time this lawsuit was filed on June 30, 2010, and at the time this lawsuit was removed to federal court on July 8, 2010, my domicile was – and continues to be – California.

Residence, Employment, and Property in California

4. I have lived year-round in California since the summer of 2004. I have resided in my current Palo Alto, California home since March 1, 2009. I do not have any other residences. My residence is within ten minutes' walking distance from Facebook's headquarters, located at

1601 S. California Avenue. My home address in Palo Alto, California is identified in my current Residential Lease-Rental Agreement, dated February 9, 2009, a true and correct redacted copy of which is attached as Exhibit A, which continues to govern my living arrangement on a month-to-month basis.

5. I have run Facebook in Palo Alto, California since the summer of 2004.

6. My ADP Earnings Statement from Facebook shows that I am currently employed by Facebook. A true and correct redacted copy of this statement, for the period ending June 30, 2010, is attached as Exhibit B.

7. For security reasons, I use a Palo Alto, California Post Office Box to receive some of my personal mail. I also receive mail at my residence and Facebook office in Palo Alto, California.

8. I use utilities at my Palo Alto residence, and my utility bill is addressed and sent to me in Palo Alto, California. Attached as Exhibit C is a true and correct redacted copy of the utility bill for the period of June 11, 2010 through July 13, 2010 for my residence from the City of Palo Alto Utilities.

9. I own an automobile that I purchased and registered in California. I do not own or lease any vehicles in any other state. Attached as Exhibit D is a true and correct redacted copy of the State of California Certificate of Title, issued on April 28, 2007, for the automobile that I purchased in California. Attached as Exhibit E is a true and correct redacted copy of the Validated Registration Card, valid through March 28, 2011, issued to me by the State of California Department of Motor Vehicles.

10. I do not own, lease, or maintain any real property outside of California.

11. I spend every night in California, except for infrequent business travel and vacations. I estimate that during the past year, I have spent no more than six weeks outside of California. I further estimate that during the past year, I have spent no more than ten days in New York. Whenever I am absent from California, it is always my intent to return home to California.

Income Taxes, Voter Registration, and Driver License

12. I have filed and paid California resident income taxes since 2004. I do not currently pay income taxes in any other state. Attached as Exhibit F is a true and correct redacted copy of my completed 2008 California Resident Income Tax Return, Form 540, dated October 5, 2009. I applied for and received an extension of time to file my 2009 California Resident Income Tax Return until October 15, 2010.

13. My Palo Alto, California residence is reflected on my 2008 federal income tax return. Attached as Exhibit G is a true and correct redacted copy of my filed 2008 U.S. Individual Income Tax Return, Form 1040, listing Palo Alto, California as my place of residence, dated October 5, 2009. I applied for and received an extension of time to file my 2009 U.S. Individual Income Tax Return until October 15, 2010.

14. I have not filed a tax return in a state other than California since 2004, when I filed a both a California State Tax Return and a Massachusetts Nonresident /Part Year Resident Income Tax Return.

15. Since at least 2007, I have been registered to vote in Santa Clara County, California. Attached as Exhibit H is a true and correct redacted copy of online records from Santa Clara County confirming my registration to vote in California, and I voted in California in the November 2008 presidential election. I previously registered to vote in Westchester County,

New York, the location of my parents' home. I understand that an Internet query suggests that I am still registered to vote at my parents' address. I have not voted in New York since at least 2004.

16. I am licensed to operate a motor vehicle in California. I have had a California State Driver License since May 11, 2006. Attached as Exhibit I is a true and correct redacted copy of the California Driver License I received on May 11, 2006, which expired on May 14, 2010. Attached as Exhibit J is a true and correct redacted copy of the California Driver License I received on April 6, 2010, which expires on May 14, 2015.

17. I was previously licensed to drive in New York. I have been unable to locate my old New York license. My attorneys possess a PDF scanned copy of my New York license, a true and correct copy of which is attached hereto as Exhibit K.

Personal and Business Accounts

18. My credit card statements are addressed and sent to me in Palo Alto, California. Attached as Exhibit L is a true and correct redacted copy of my American Express credit card statement for the period ending October 16, 2009, addressed to me in Palo Alto, California.

19. I maintain a bank account at Bank of America. Attached as Exhibit M are true and correct redacted copies of the cover pages of my most recent Bank of America account statements reflecting my Palo Alto, California residence.

20. I use a personal cellular telephone with a 914 (New York) area code. Although my personal cellular telephone number still has a New York area code, my cellular telephone statements list my California business address. Attached as Exhibit N are true and correct redacted copies of the cover pages of my most recent AT&T Wireless billing statements reflecting my Palo Alto, California business address. I have maintained the 914 telephone

number as a matter of convenience, to avoid having to distribute a new telephone number to my acquaintances, and the artifact of the area code bears no relation to my current residence or the location of my service.

21. My investment advisers are located in California, and my brokerage statements are addressed and sent to me in Palo Alto, California. Attached as Exhibit O is a true and correct redacted copy of the cover page of my Morgan Stanley brokerage statement for the period ending January 31, 2010, addressed to me in Palo Alto, California.

22. I currently employ the services of various professionals located near my home in Palo Alto, California, including a primary-care physician, tax preparer, and estate-planning lawyer. I do not employ the services of such professionals elsewhere.

23. I have a home telephone number with a 650 (California) area code. My home telephone and Internet services are provided at my Palo Alto, California residence. Attached as Exhibit P are true and correct redacted copies of the cover pages of my most recent telephone and Internet services bills, addressed to me in Palo Alto, California.

ConnectU Litigation

24. In a prior unrelated litigation, *ConnectU LLC v. Zuckerberg, et al.*, I testified at an evidentiary hearing in a federal court in Boston on June 22, 2006. The subject of that hearing was my domicile as of September 2, 2004, the date on which that lawsuit was filed.

25. As I explained at the hearing, I was born in White Plains, New York and raised in Dobbs Ferry, New York. I attended Harvard University as a freshman in 2002–03 and as a sophomore in 2003–04. On February 4, 2004, I launched Facebook, which at the time was called “Thefacebook.com,” as an online directory for students at Harvard; after only a few weeks, it had approximately 4,000 users. Students from other schools began asking that we launch at their

schools, and by the end of the spring term in May 2004, we had launched at approximately 28 or 29 schools.

26. During the 2004 spring term, I decided to spend the summer in Palo Alto, California, to work on Facebook. I thought Palo Alto would be a good place to spend the summer, especially because of the many start-up companies located in Silicon Valley. I intended to return to Harvard at the end of the summer to start my junior year, and did not intend to remain in California, permanently or otherwise. At the end of the spring term in May 2004, I put my personal belongings in storage at Kirkland House at Harvard, because I was planning to return to school that fall.

27. From approximately mid-June 2004 to mid-September 2004, I subleased a furnished house in Palo Alto with friends. During that period, my friends and I worked to develop and expand Facebook. By the end of the summer, we were prepared to launch at more than 100 schools.

28. By August 2004, I decided to take a temporary leave of absence from Harvard and to stay in California temporarily to work on Facebook. I thought it would be difficult to balance my work with my academic studies at that particular juncture, but also believed that the website's growth would stabilize and I would be able to run it from Harvard. At that time, I intended to stay in California for only one or two terms, return to Harvard in the spring or fall of 2005, and complete my undergraduate degree. I did not intend to remain in California indefinitely.

29. During the next few months, Facebook grew rapidly. In late summer 2004, the company received an investment of \$500,000 from Peter Thiel. By December 2004, Facebook had reached nearly one million active users. In 2005, Facebook received \$12.7 million in

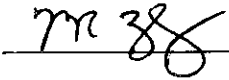
funding from Accel Partners, grew to support more than 800 college networks, expanded to add high school and international school networks, and reached more than 5.5 million users.

30. Facebook's significant growth continued during the next few years. In 2006, Facebook raised \$27.5 million from Greylock Partners, Meritech Capital Partners, and others, and reached over 12 million active users. In 2007, Facebook sold a \$240 million equity stake to Microsoft, and reached over 50 million active users. In 2008, Facebook reached over 100 million active users, and in 2009, it reached over 350 million active users. As of July 21, 2010, Facebook had more than 500 million monthly active users. Facebook users spend over 700 billion minutes per month on Facebook, which is available in more than 70 languages.

31. In 2008, Facebook employed approximately 440 people. Today, Facebook employs approximately 1,600 people.

32. Although I cannot pinpoint the exact date, at some point prior to 2006, I decided not to return to Harvard University to complete my studies or to New York to live with my parents. Instead, because of Facebook's significant growth and success, I made the decision to remain permanently in California. California has been my permanent home ever since that time, and I intend to continue living and working here for the indefinite future.

I declare under penalty of perjury that the foregoing is true and correct. Executed in Palo Alto, California on August 25, 2010.

A handwritten signature in black ink, appearing to read 'm 38', is written over a horizontal line.

Mark Elliot Zuckerberg